

MIGDAL INSURANCE & FINANCIAL HOLDINGS LTD.

MIGDAL INSURANCE & FINANCIAL HOLDINGS LTD.

Registration Number: 520029984

To: Israel Securities Authority
To: Tel Aviv Stock Exchange Ltd.
Form Number: T087 (Public)
Filed on MAGNA: 05/08/2025
Israel Securities Authority: www.isa.gov.il
Tel Aviv Stock Exchange: www.tase.co.il
Reference: 2025-01-058078

Capital Structure, Grant of Rights to Purchase Shares, and Registers of the Corporation's Securities and Changes Therein

Regulation 31E of the Securities Regulations (Periodic and Immediate Reports), 1970
Regulation 31(a) of the Securities Regulations (Periodic and Immediate Reports), 1970
Regulation 31(b1) of the Securities Regulations (Periodic and Immediate Reports), 1970
Regulation 32 of the Securities Regulations (Periodic and Immediate Reports), 1970

Nature of the Change:

Forced exercise of non-listed options into ordinary shares of the company and expiration of non-listed options.

Explanation: Briefly describe the nature of the change.

Reference numbers of previous reports on the subject: _____, _____, _____.

1. The Corporation's Securities Register After the Change:

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Name and Type of Security	Security Number on TASE	Quantity in Registered Capital	Issued and Paid-Up Capital	Quantity Registered in the Name of the Registration Company
Ordinary Share 0.01	1081165	1,500,000,000	Last Report: 1,057,144,082 Current: 1,057,658,918	1,053,863,007
Warrants for Company Officers and Subsidiaries	1197730	0	Last Report: 11,432,823 Current: 9,868,915	0

Explanation: All securities of the company must be detailed, including securities not listed for trading.

2. The Corporation Announces That:

On the date: 05/08/2025

A change occurred in the quantity and register of holders of the corporation's securities (including rights to purchase shares) as a result of:

Description of the nature of the change:

Forced exercise of 1,087,316 non-listed options into 514,836 ordinary shares of the company, all in accordance with the limit price and the net exercise mechanism detailed in the private placement report published by the company on 30.5.2023 (Reference: 2023-01-058461), which is incorporated herein by reference, as well as the expiration of 476,592 non-listed options.

Explanation: Describe all details of the transaction or action that caused the change in the corporation's securities.

Details of the Registered Holder for Whom the Change Occurred:

1. I.B.I. Trust Management

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- Type of ID: Company Registrar Number in Israel
- ID Number: 515020428
- Nature of Change: Expiration
- Date of Change: 05/08/2025
- Executed via TASE Clearing House: No
- Type and Name of Security: Warrants for Company Officers and Subsidiaries
- Security Number: 1197730
- Holder's Balance in Last Report: 11,432,823
- Holder's Balance After Change: 10,956,231
- Total Quantity of Securities Changed: 476,592
- Is this a grant of rights to purchase shares: No
- Total consideration for allocated securities: _____
- TASE number of share resulting from exercise: _____
- Number of shares resulting from full exercise/conversion: _____
- Total additional consideration from full exercise/conversion: _____
- Period during which the security can be exercised: _____
- From: _____ To: _____
- Allocated securities will be listed for trading: _____
- Allocation is a continuation of: _____ published on: _____, Reference: _____
- Security was fully paid and consideration received in full: []
- Security was fully paid, but consideration not received in full: []
- Issued for ATM program: []
- Other: [x] Expiration of options

2. I.B.I. Trust Management

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- Type of ID: Company Registrar Number in Israel
- ID Number: 515020428
- Nature of Change: Exercise of options
- Date of Change: 05/08/2025
- Executed via TASE Clearing House: No
- Type and Name of Security: Warrants for Company Officers and Subsidiaries
- Security Number: 1197730
- Holder's Balance in Last Report: 10,956,231
- Holder's Balance After Change: 9,868,915
- Total Quantity of Securities Changed: 1,087,316
- Is this a grant of rights to purchase shares: No
- Total consideration for allocated securities: _____
- TASE number of share resulting from exercise: _____
- Number of shares resulting from full exercise/conversion: _____
- Total additional consideration from full exercise/conversion: _____
- Period during which the security can be exercised: _____
- From: _____ To: _____
- Allocated securities will be listed for trading: _____
- Allocation is a continuation of: _____ published on: _____, Reference: _____
- Security was fully paid and consideration received in full: [x]
- Security was fully paid, but consideration not received in full: []
- Issued for ATM program: []
- Other: []

3. Registration Company of the Tel Aviv Stock Exchange Ltd.

- Type of ID: Company Registrar Number in Israel
- ID Number: 515736817
- Nature of Change: Other (Exercise of options into ordinary shares of the company)
- Date of Change: 05/08/2025
- Executed via TASE Clearing House: Yes
- Type and Name of Security: Ordinary Share 0.01
- Security Number: 1081165
- Holder's Balance in Last Report: 1,053,348,171
- Holder's Balance After Change: 1,053,863,007
- Total Quantity of Securities Changed: 514,836
- Is this a grant of rights to purchase shares: No
- Total consideration for allocated securities: _____
- TASE number of share resulting from exercise: _____
- Number of shares resulting from full exercise/conversion: _____
- Total additional consideration from full exercise/conversion: _____
- Period during which the security can be exercised: _____
- From: _____ To: _____
- Allocated securities will be listed for trading: _____
- Allocation is a continuation of: _____ published on: _____, Reference: _____
- Security was fully paid and consideration received in full: [x]
- Security was fully paid, but consideration not received in full: []
- Issued for ATM program: []
- Other: []

Explanations:

1. If the change affects more than one security, the effect of the change must be detailed in a separate row for each security.
 2. Date of change – all changes of the same type, in the same security, made on the same day, will be summarized in one row. For this purpose – changes made through the TASE Clearing House must be separated from changes made directly in the company's books.
 3. The change – for a decrease, add the sign "-".
 4. In all quantity fields, the quantity of securities must be filled in, not NIS par value.
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If only the register of holders of the corporation's securities changed (without a change in the quantity of securities):

Description of the nature of the change: _____

Explanation: Describe all details of the transaction or action that caused the change in the register.

Details of the Registered Holder for Whom the Change Occurred:

- Name: _____
- Type of ID: _____
- ID Number: _____
- Date of Change: _____
- Executed via TASE Clearing House: _____
- Type and Name of Security: _____
- Security Number: _____
- Quantity of Change: _____
- Holder's Balance After Change: _____

3. Main Shareholder Register as of the Reporting Date:

No.	Name of Registered Shareholder	Type of ID	ID Number	Security Number on TASE	Type and Par Value of Shares	Number of Shares	Holds Shares as Trustee
1	Registration Company of the Tel Aviv Stock Exchange Ltd.	Company Registrar Number in Israel	515736817	1081165	Ordinary 0.01 NIS	1,053,863,007	No

- 4. Attached is a file of the shareholder register in accordance with Section 130 of the Companies Law, 1999.
- 5. Attached is an updated file of the corporation's securities registers, including the register of warrant holders and the register of bondholders.
[marsham_neyarot_erech_-582025_isa_isa.pdf](#)

Alt: Updated file of the corporation's securities registers, including the register of warrant holders and the register of bondholders.

Details of the authorized signatories on behalf of the corporation:

No.	Name of Signatory	Position
1	Adv. Sarit Perlmutter-Sugarman	Corporate Secretary

Explanation: According to Regulation 5 of the Periodic and Immediate Reports Regulations (1970), a report submitted under these regulations must be signed by those authorized to sign on behalf of the corporation. Staff position on the subject can be found on the Authority's website: [Click here](#).

The field "Holder's balance in the security in the last report" for holder number 2 reflects the holdings after the change detailed for holder number 1.

Reference numbers of previous documents on the subject (the mention does not constitute incorporation by reference):

Securities of the corporation are listed for trading on the Tel Aviv Stock Exchange

Short Name: MIGDAL INSURANCE & FINANCIAL HOLDINGS LTD.

Address: 4 Af'al St., Petah Tikva 4951229
Phone: 076-8868962, 076-8868959
Fax: 03-9238988

Email: migdalhold@migdal.co.il
Company Website: www.migdal.co.il

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Previous names of the reporting entity: MIGDAL INSURANCE HOLDINGS LTD.

Electronic reporter name: Noam Havilich

Position: Chief Legal Counsel

Employer: Migdal Insurance Company Ltd.

Address: 4 Af'al St., Petah Tikva 4951229

Phone: 076-8868101

Email: noamhau@migdal.co.il

Form structure update date: 06/08/2024